

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

SALEM HARBOR POWER
DEVELOPMENT LP (f/k/a Footprint Power
Salem Harbor Development LP), *et al.*,¹

Debtors.

Chapter 11

Case No. 22-10239 (MFW)

(Jointly Administered)

Hearing Date: June 1, 2022 at 2:00 p.m. (ET)

Objection Deadline: May 20, 2022 at 4:00 p.m. (ET)

NOTICE OF DISCLOSURE STATEMENT HEARING

PLEASE TAKE NOTICE THAT, on April 20, 2022, Salem Harbor Power Development LP and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”), filed (a) the *Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates* (as modified, amended, or supplemented from time to time, the “Plan”), (b) the *Disclosure Statement for the Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates* (the “Disclosure Statement”), and (c) the *Debtors’ Motion for Entry of an Order (A) Approving the Adequacy of the Disclosure Statement; (B) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Debtors’ Joint Chapter 11 Plan; (C) Approving the Forms of Ballots and Notices in Connection Therewith; (D) Scheduling Certain Dates with Respect Thereto; and (E) Granting Related Relief* (the “Disclosure Statement Motion”).

PLEASE TAKE FURTHER NOTICE THAT a hearing (the “Disclosure Statement Hearing”) will held before the Honorable Mary F. Walrath, United States Bankruptcy Judge, on **June 1, 2022 at 2:00 p.m.** prevailing Eastern Time, in the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Courtroom No. 4, Wilmington, Delaware 19801 (the “Court”), or via remote video, to consider the entry of an order approving, among other things, (a) the Disclosure Statement; (b) the Voting Record Date, Solicitation Deadline, and Voting Deadline; (c) the manner and form of the Solicitation Packages and the materials contained therein; (d) the Non-Voting Status Notices; (e) the form of notices to counterparties to Executory Contracts and Unexpired Leases that will be assumed (or assumed and assigned) or rejected pursuant to the Plan; (f) the Solicitation and Voting Procedures; (g) the Plan Objection Deadline, Confirmation Hearing Date, and Confirmation Hearing Notice; and (h) dates and deadlines related thereto (as such terms are defined in the Disclosure Statement Motion). Please be advised that the Disclosure

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Salem Harbor Power Development LP (f/k/a Footprint Power Salem Harbor Development LP) (1360); Highstar Salem Harbor Holdings GP, LLC (f/k/a Highstar Footprint Holdings GP, LLC) (2253); Highstar Salem Harbor Power Holdings L.P. (f/k/a Highstar Footprint Power Holdings L.P.) (9509); Salem Harbor Power FinCo GP, LLC (f/k/a Footprint Power Salem Harbor FinCo GP, LLC) (N/A); Salem Harbor Power FinCo, LP (f/k/a Footprint Power Salem Harbor FinCo, LP) (9219); and SH Power DevCo GP LLC (f/k/a Footprint Power SH DevCo GP LLC) (9008). The location of the Debtors’ service address is: c/o Tateswood Energy Company, LLC, 480 Wildwood Forest Drive, Suite 475, Spring, Texas 77380.

Statement Hearing may be continued from time to time by the Court or the Debtors without further notice other than by such adjournment being announced in open court or by a notice of adjournment filed with the Court and served on the list of parties entitled to notice.

PLEASE TAKE FURTHER NOTICE THAT if you would like to obtain a copy of the Disclosure Statement, the Plan, or related documents, you should contact Kroll Restructuring Administration LLC (f/k/a Prime Clerk LLC),² the Solicitation Agent retained by the Debtors in these chapter 11 cases, by: (a) calling the Debtors' restructuring hotline at **(844) 205-7534 (Domestic, toll-free)** or **+1 (646) 813-2944 (International)**; (b) visiting the Debtors' restructuring website at: <https://cases.ra.kroll.com/salemharbor>; (c) writing to Salem Harbor Power Development LP Ballot Processing Center, c/o Kroll Restructuring Administration LLC, 850 3rd Avenue, Suite 412, Brooklyn, NY 11232; and/or (d) emailing salemharborinfo@ra.kroll.com. You may also obtain copies of any pleadings filed in these chapter 11 cases for a fee via PACER at: <http://www.deb.uscourts.gov>.

PLEASE TAKE FURTHER NOTICE THAT the deadline for filing objections to the Disclosure Statement or the relief sought in the Disclosure Statement Motion is **May 20, 2022 at 4:00 p.m.** prevailing Eastern Time (the "Disclosure Statement Objection Deadline"). Any objections to the relief sought at the Disclosure Statement Hearing **must**: (a) be made in writing; (b) conform to the Bankruptcy Rules, the Local Rules, and any orders of the Court; (c) state with particularity the legal and factual basis for the objection, and if practicable, a proposed modification to the Disclosure Statement (or related materials) that would resolve such objection; and (d) be filed with the Court and served upon the following parties on or before **May 20, 2022 at 4:00 p.m.** prevailing Eastern Time:

Debtors	Counsel to the Debtors
Salem Harbor Power Development LP c/o Tateswood Energy Company, LLC 480 Wildwood Forest Drive, Suite #475 Spring, TX 77380 Attn.: John R. Castellano, CRO	Paul, Weiss, Rifkind, Wharton & Garrison LLP 1285 Avenue of the Americas New York, New York 10019 Attn: Brian S. Hermann John T. Weber Alice Nofzinger -and- Young Conaway Stargatt & Taylor, LLP Rodney Square 1000 North King Street Wilmington, Delaware 19801 Attn: Pauline K. Morgan Andrew L. Magaziner Katelin A. Morales Timothy R. Powell

² On March 29, 2022, Prime Clerk LLC changed its name to Kroll Restructuring Administration LLC.

Counsel to the Prepetition Agent	United States Trustee
Mayer Brown LLP 1221 Avenue of the Americas New York, New York 10020 Attn: Brian Trust Joaquin M. C De Baca -and- Potter Anderson & Corroon LLP 1313 North Market Street, P.O. Box 951 Wilmington, Delaware 19801 Attn: Christopher M. Samis L. Katherine Good	Office of the United States Trustee for the District of Delaware 844 King Street, Suite #2207 Wilmington, Delaware 19801 Attn.: Joseph Cudia

PLEASE TAKE FURTHER NOTICE THAT only those objections timely filed and actually received by the Disclosure Statement Objection Deadline in accordance with the requirements set forth herein will be considered by the Court during the Disclosure Statement Hearing. If no such objections are properly filed and served in accordance with the procedures set forth herein, the Court may enter an order granting the relief sought in the Disclosure Statement Motion without further notice or hearing.

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Dated: April 20, 2022
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Andrew L. Magaziner
Pauline K. Morgan (No. 3650)
Andrew L. Magaziner (No. 5426)
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- and -

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Co-Counsel to the Debtors and Debtors in Possession